

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY**

PAULINE PALMISCIANO, On Behalf of  
Herself and All Others Similarly Situated,

Plaintiff,

v.

CELATOR PHARMACEUTICALS, INC.,  
MICHAEL R. DOUGHERTY, SCOTT  
JACKSON, JOSEPH A. MOLLIKA, JEAN-  
PIERRE BIZZARI, RICHARD S.  
KOLLENDER, JOSEPH M. LOBACKI,  
SCOTT MORENSTEIN, and NICOLE  
VITULLO,

Defendants.

Case No. 3:16-cv-03814-FLW-DEA

**NOTICE OF VOLUNTARY DISMISSAL PURSUANT TO FED. R. CIV. P. 41(a)(1)(A)**

WHEREAS, on May 31, 2016, Celator Pharmaceuticals, Inc. (“Celator” or the “Company”) announced that it had entered into an Agreement and Plan of Merger, dated as of May 27, 2016, by which Jazz Pharmaceuticals plc (“Jazz”) and its wholly-owned subsidiary, Plex Merger Sub, Inc. (“Merger Sub”), would commence a tender offer to acquire all outstanding shares of the Company’s common stock for \$30.25 per share (the “Transaction”);

WHEREAS, on June 21, 2016, plaintiff Harry Dunbar filed a putative class action lawsuit in the Superior Court of New Jersey, Mercer County, Chancery Division (Docket No. MER-L-1251-16), alleging that Jazz, Merger Sub, the Company, and each member of the Company’s Board of Directors (the “Board, collectively with Celator, Jazz and Merger Sub, “Defendants”) breached their fiduciary duties in connection with the Transaction by, among other things, (i) agreeing to sell the Company at an inadequate price, (ii) implementing an unfair sale process, and

(iii) filing the Recommendation Statement on Schedule 14D-9 (the “Recommendation Statement”), which failed to disclose material information about the Transaction (the “Dunbar Action”);

WHEREAS, on June 27, 2016, plaintiff Pauline Palmisciano (“Palmisciano”) filed a putative class action lawsuit in the United States District Court for the District of New Jersey alleging Defendants violated Sections 14 and 20 of the Securities Exchange Act of 1934, as amended, by filing the Recommendation Statement, which failed to disclose material information about the Transaction (the “Palmisciano Action”);

WHEREAS, on June 29, 2016, plaintiff Barreto (“Plaintiff,” collectively with Plaintiffs Palmisciano and Dunbar, “Plaintiffs”<sup>1</sup>) filed the above-captioned putative class action lawsuit in the United States District Court for the District of New Jersey making similar allegations to the Palmisciano Action (the “Barreto Action” and, together with the Dunbar Action and the Palmisciano Action, the “Actions”);

WHEREAS, on July 6, 2016, following the expedited production of certain internal, non-public Company documents and arms’-length negotiations among the Parties, the Company filed an amendment to its Recommendation Statement containing various supplemental disclosures that Plaintiffs and their counsel sought through the Actions (the “Supplemental Disclosures”);

WHEREAS, on July 6, 2016, the Parties entered into a memorandum of understanding (the “MOU”) setting forth an agreement-in-principle to settle all claims related to the Actions;

WHEREAS, on or about June 2, 2017, the Parties agreed to terminate the MOU;

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<sup>1</sup> Plaintiffs and Defendants are together the “Parties.”

WHEREAS, following the termination of the MOU, Plaintiff agreed to voluntarily dismiss the Actions with prejudice on the grounds of mootness;

WHEREAS, no class has been certified;

**NOW, THEREFORE, PLEASE TAKE NOTICE** that, pursuant to Fed. R. Civ. P. 41(a)(1)(A), plaintiff Pauline Palmisciano and her counsel hereby give notice that the above-captioned action is voluntarily dismissed, with prejudice as to Plaintiff and without prejudice as to all other members of the putative class. Defendants have filed neither an answer nor a motion for summary judgment in the Actions. Except as otherwise agreed, each Party shall bear its own costs.

Dated: October 31, 2017

**NEUHAUSER RUBIN &  
MENDLOWITZ LLC**

**OF COUNSEL:**

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*Attorneys for Plaintiff Pauline  
Palmisciano*

It is further ordered that the Clerk of the Court is directed to reopen this action and upon entry of this order, the case and docket shall be marked closed.  
IT IS SO ORDERED:

*Freda L. Wolfson*  
FREDAL. WOLFSON, U.S.D.J. 11-3-17